



MARVEL
COMICS
GROUP

12¢
IND.

46
MAR

the AMAZING SPIDER-MAN

APPROVED
BY THE
COMICS
CODE
AUTHORITY



WHO *SAYS* THIS
ISN'T THE MARVEL AGE
OF VILE NEW VILLAINS?
YOU AND SPIDEY ARE
ABOUT TO BE JOLTED BY:

**"The SINISTER
SHOCKER!"**

THE AMAZING SPIDER-MAN!

"THE SINISTER SHOCKER!"

IT STARTS OUT LIKE ANY OTHER NORMAL DAY.. FOR A NEIGHBORHOOD **SPIDER-MAN**, THAT IS! WHILE GINGERLY DOING SOME FRIENDLY **WALL-CRAWLING**, WAITING FOR HIS INJURED ARM TO HEAL, **SPIDEY** SUDDENLY FEELS THE ENTIRE BUILDING **SHAKE**... AS HE IS HURLED FROM HIS PRECARIOUS PERCH --!

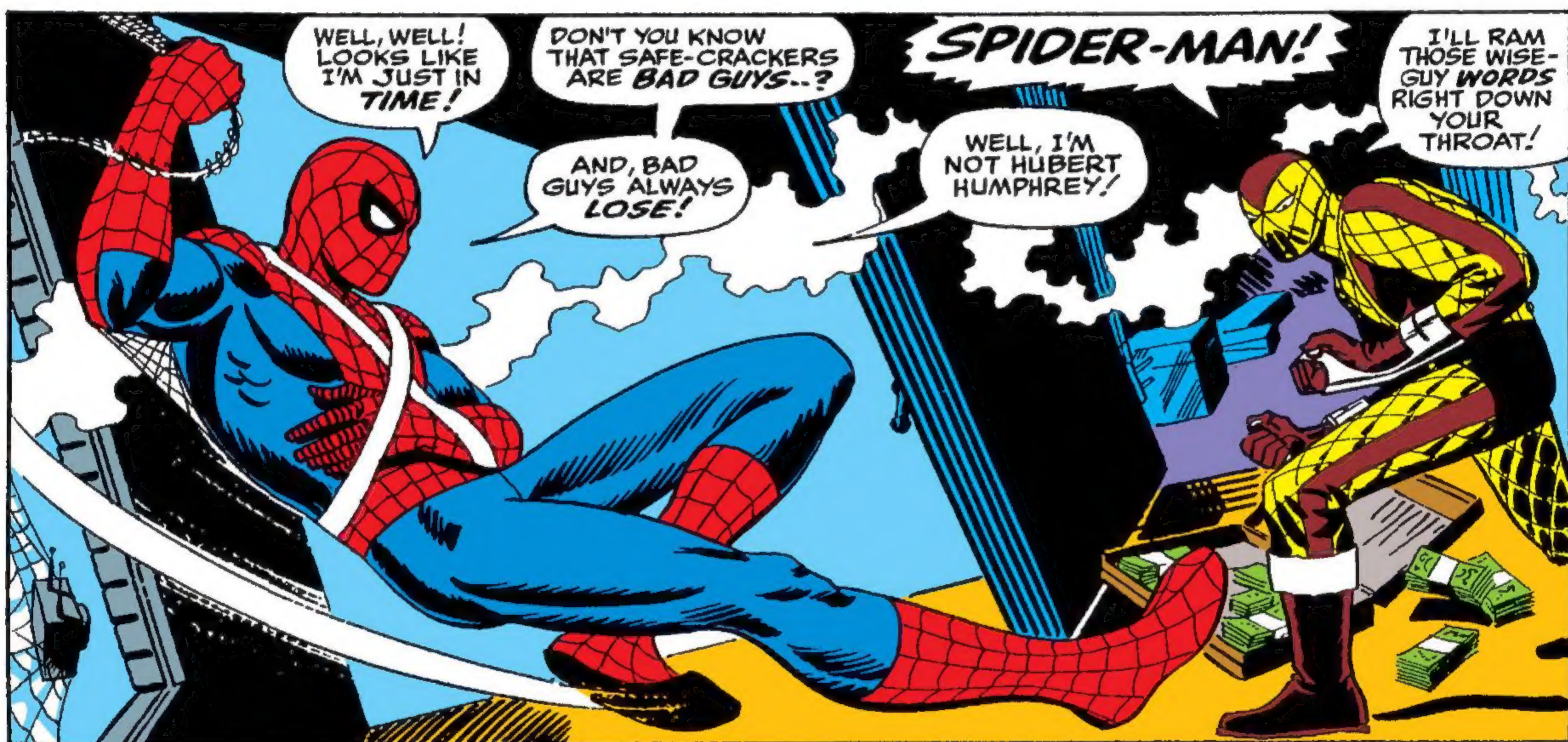
A **STAN LEE**  **JOHN ROMITA**
SPIDERIFFIC
SPECTACULAR!

LETTERED BY:
SAM ROSEN

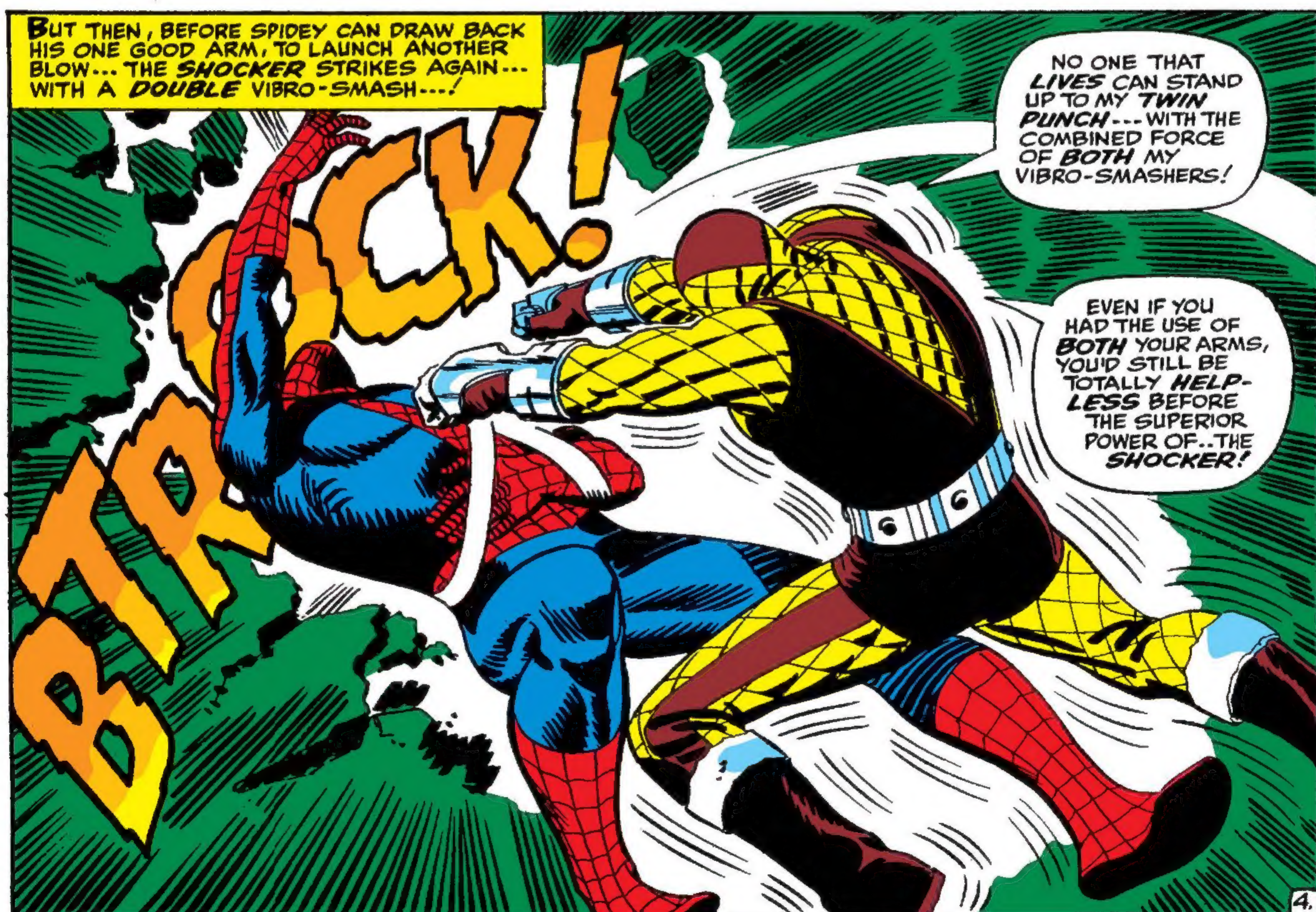
THE WHOLE
WALL -- IT'S
VIBRATING!!
BUT WHY?
HOW?

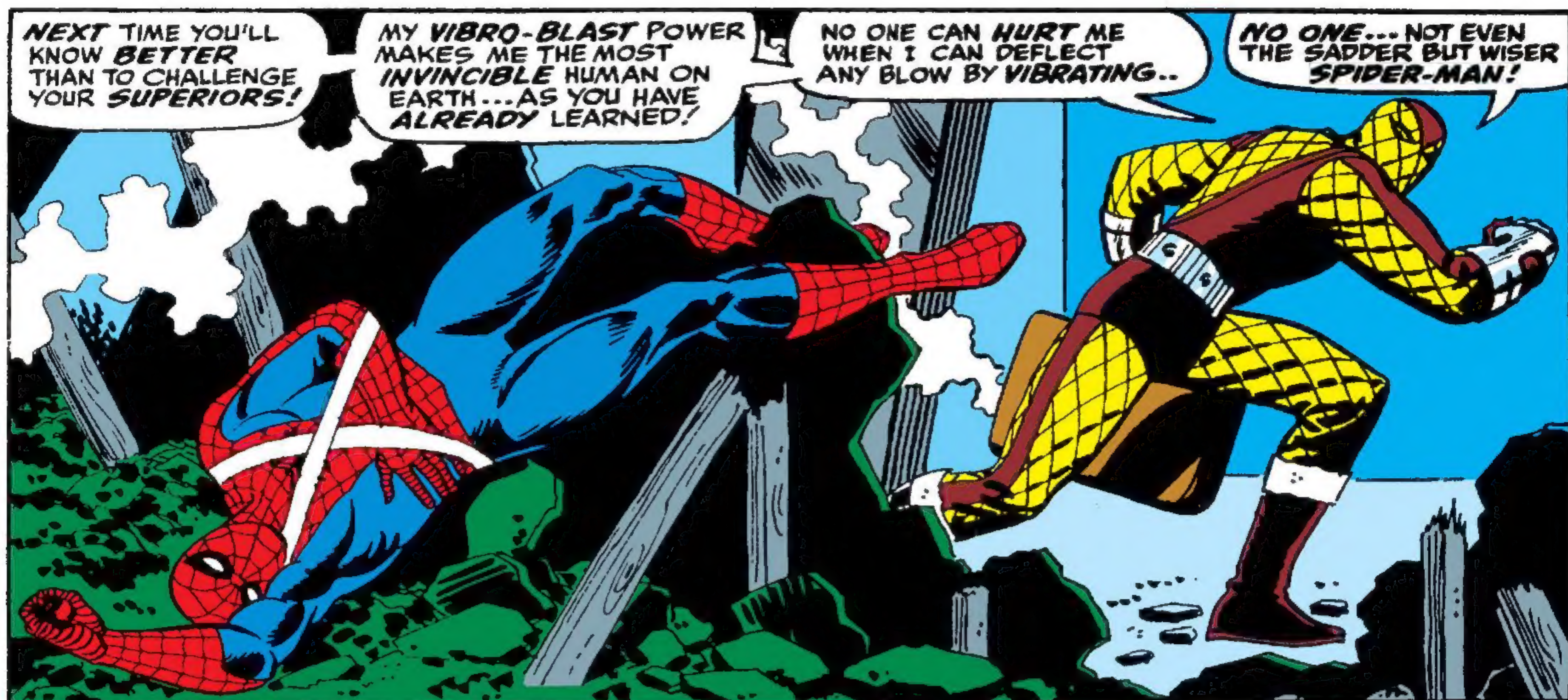
WEB YOURSELF
FIRMLY TO YOUR
SEAT, SPIDOPHILE..
AND BE SURE
YOUR MASK'S ON
TIGHT! **THIS ONE'S**
GONNA KNOCK
YOU OUTTA YOUR
TREE --!

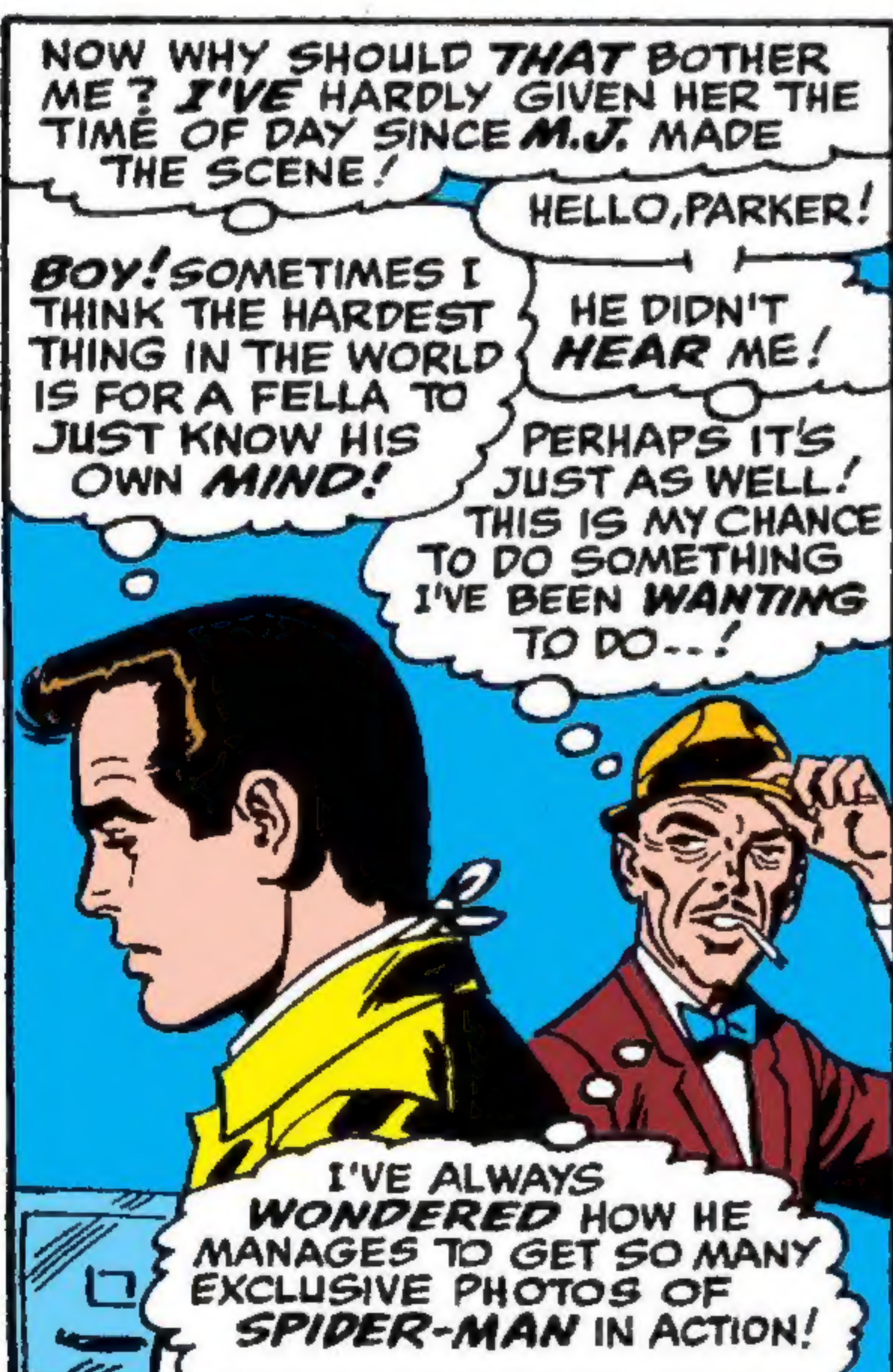
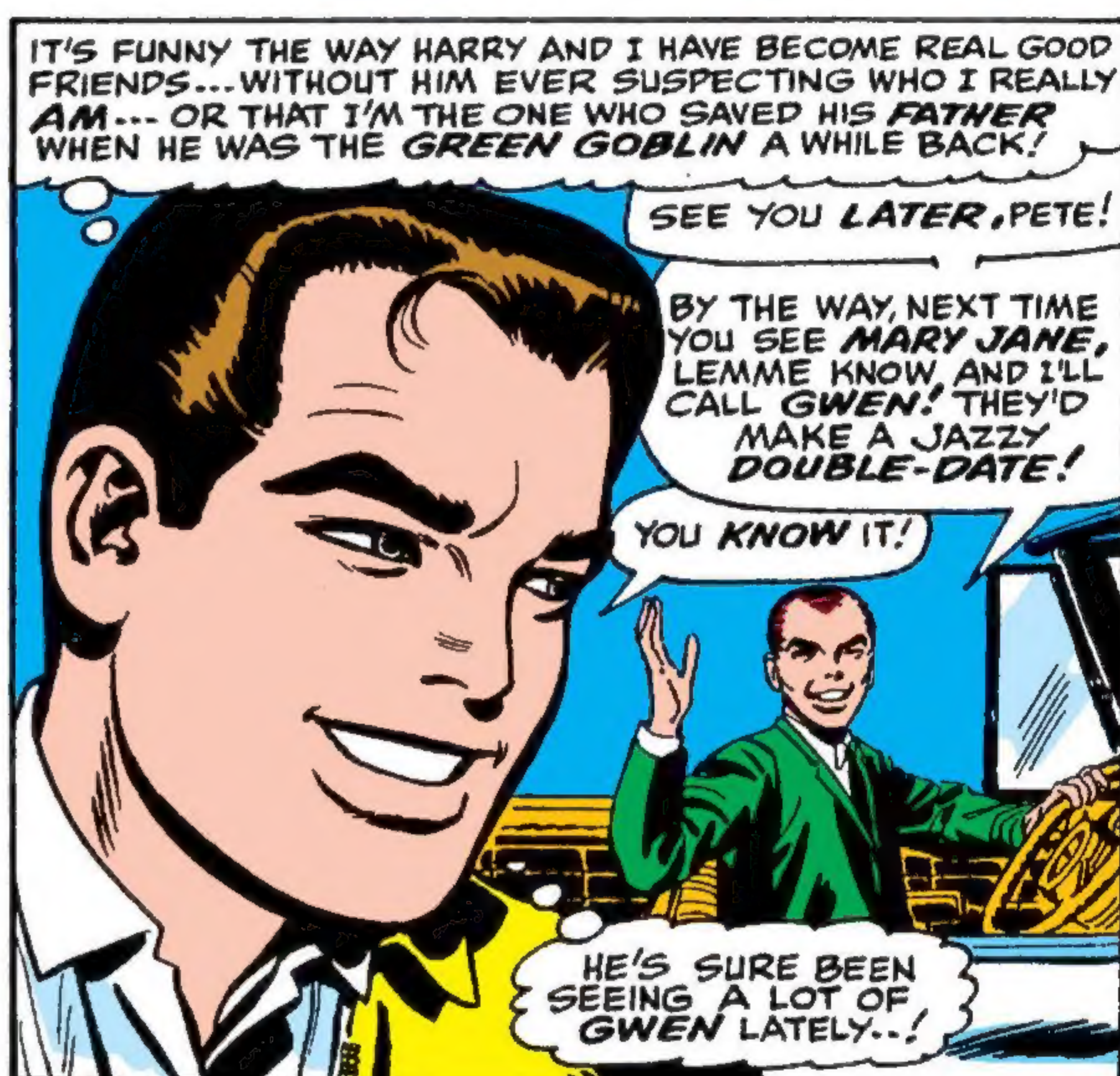
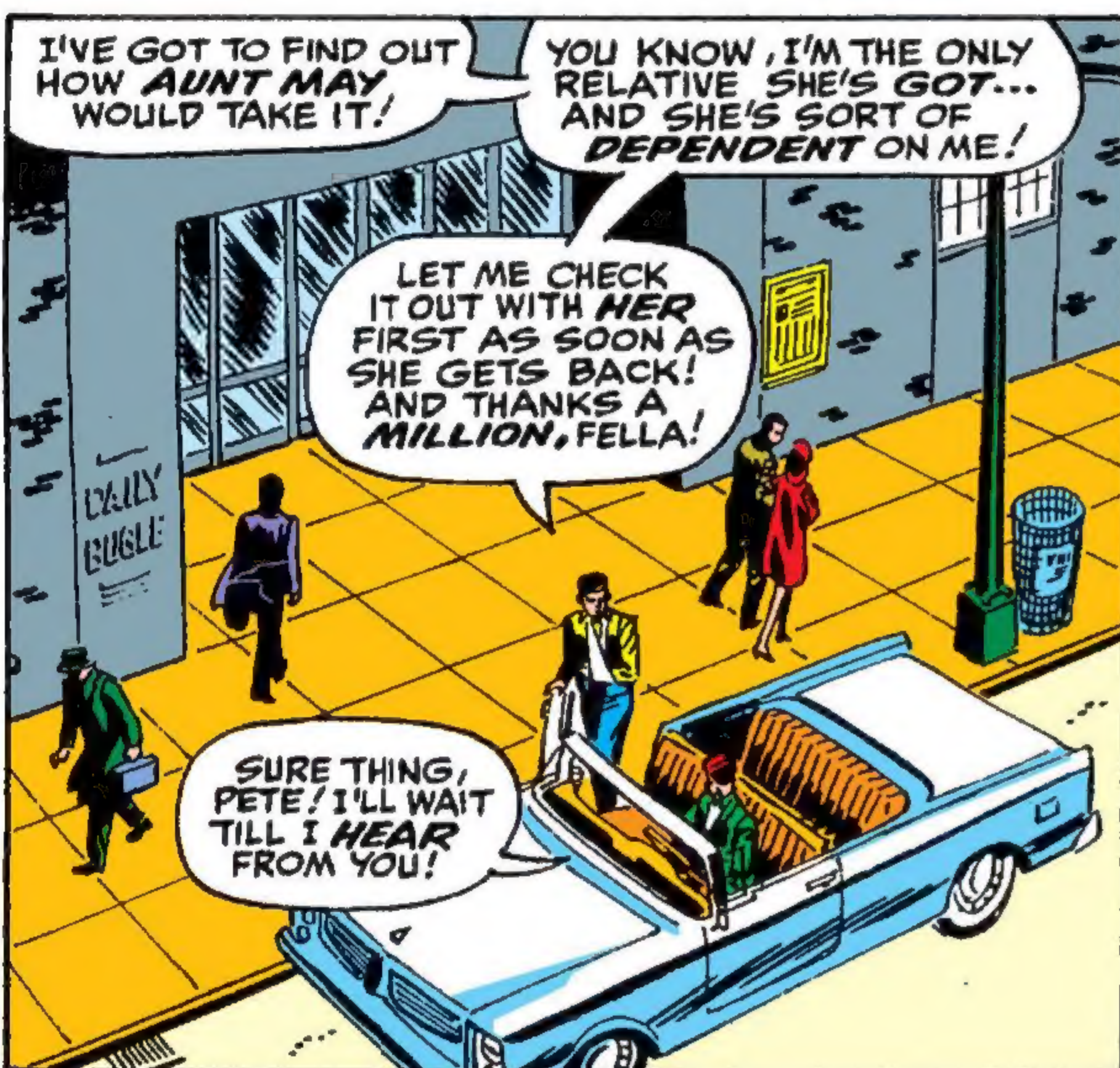


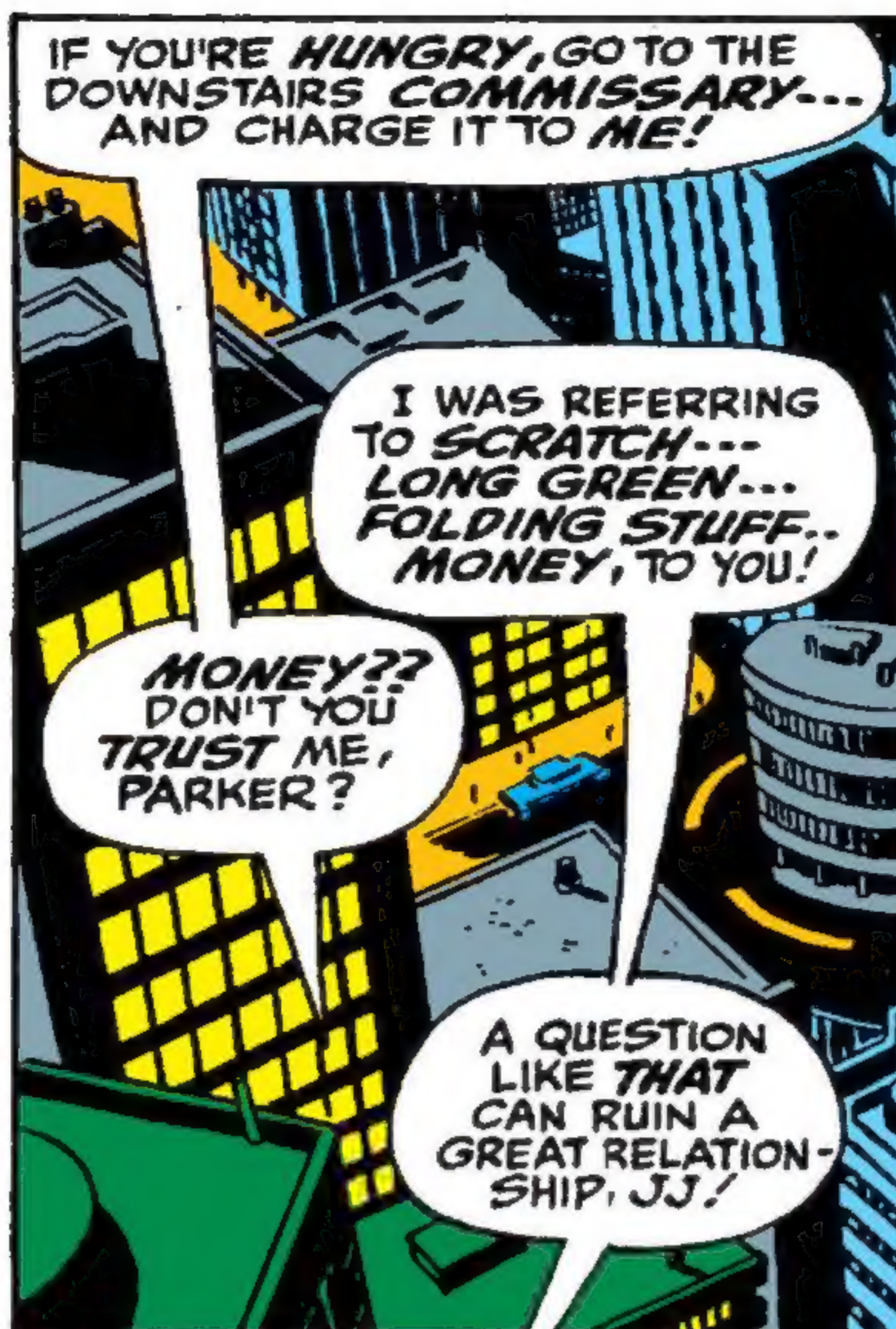














NOW, IT'S TIME TO **COUNT** THE RESULTS OF MY DAY'S WORK... TO SEE IF MY POWER HAS **PAID OFF!**



AH! HUNDREDS AND HUNDREDS OF GREEN-BACKS! ALL WON BY THE MIGHT OF THE **SHOCKER!**

THIS IS WHAT I ALWAYS **DREAMED** OF... IN THE OLD DAYS..



"I REMEMBER HOW IT WAS **BEFORE** I GAINED MY GREAT **VIBRATING** POWER... I WAS JUST A TWO-BIT **SAFE-CRACKER**... **BUMBLING**... **FRIGHTENED**..."

I'M A TWO-TIME **LOSER!** CAN'T AFFORD TO GET **NABBED AGAIN!**



OH **NO!** THERE WERE **EXTRA GUARDS** HERE TONIGHT! THEY **HEARD** THE **NITRO!**!!

I **AIN'T** GOT A **CHANCE!**



"SINCE I WAS GOOD WITH **TOOLS**, THEY PUT ME IN THE **PRISON WORK-SHOP!** BUT, I HAD ONLY **ONE THING** ON MY MIND... DURING ALL THOSE LONG, **ENDLESS MONTHS**..."

IF I EVER GET **OUT...** I'LL DO THINGS **DIFFER-ENT!** THEY'LL NEVER **CATCH** ME **AGAIN!**

I'LL DESIGN A SET OF **TOOLS** THAT CAN **OPEN ANY** **SAFE.. SILENTLY**... IN **SECONDS!**



"BUT, WHILE WORKING ON MY **TOOLS**... A **ONE-IN-A-MILLION INSPIRATION** HIT ME..."

A **GADGET** THAT CAN **SHAKE** A **SAFE DOOR** LOOSE WOULD BE BETTER THAN ANY-THING **ELSE!**

IF I CAN JUST FIND A WAY TO **CONTROL** THE **SHOCK** OF THE **VIBRATIONS**....!

LUCKILY, NO ONE HERE **SUSPECTS** WHAT I'M **REALLY** **WORKING** ON!



"THEN, MONTHS LATER... MY **DEVICE** WAS **READY!** IN THE **DEAD** OF THE NIGHT, WHEN MY **CHANCES** WERE THE **GREATEST**... I **USED** IT... AGAINST THE **BRICK WALL**, LEADING TO **FREEDOM**..."

THIS IS IT! IT'S GOT TO WORK THE **FIRST TIME**... OR I'M **FINISHED!**



"IT **WORKED!** IT WORKED BETTER THAN I COULD HAVE **DREAMED!** THE **WALL** WAS **SHATTERED** WITHIN **SECONDS!** BUT, I WAS ALMOST **INJURED** TOO **BADLY** TO MAKE A **RUN** FOR IT..."

I DIDN'T REALIZE THAT THE **FEEDBACK** WOULD BE SO **STRONG!** LUCKY I WASN'T **KILLED!**

BUT, I'LL WORRY ABOUT THAT **LATER**... ONCE I'M **SAFELY** **OUTTA** HERE!





I KNOW HOW **DEPENDENT** YOU ARE UPON ME, DEAR, AND... **OH**, I'VE JUST GOT TO TELL YOU...!

MRS. **WATSON** IS SO LONELY SINCE **MARY JANE** MOVED AWAY... AND, SHE WANTS ME TO COME AND **STAY** WITH HER!

I'D LOVE TO DO IT... BUT IT WOULD MEAN LEAVING **YOU** ALL ALONE AT HOME...!

IF ONLY I HAD THE **NERVE** TO TELL HER THAT I WANT TO MOVE OUT... TO BE ON MY OWN...!

WAIT A MINUTE! WHAT DID SHE SAY...??



YOU WANT TO MOVE IN WITH **MRS. WATSON**? BUT... YOU'VE BEEN WORRIED ABOUT LEAVING **ME** ALONE...!!

OH, PETER... I WAS **AFRAID** YOU'D TAKE IT THIS WAY! I... I DIDN'T WANT TO **UPSET** YOU!

UPSET ME? MRS. MAY PARKER, IT'S TIME YOU THOUGHT OF **YOURSELF** FOR A CHANGE!

STAYING WITH YOUR FRIEND, **MRS. WATSON**, WOULD BE JUST WHAT YOU **NEED**! YOU'D HAVE **COMPANY**... AND SOMEONE WHO'D ALWAYS BE THERE TO LOOK AFTER YOU WHEN YOU NEED IT MOST!

BUT, WHAT ABOUT YOU, DEAR? WHAT WOULD YOU DO?



I'M NOT A **CHILD** ANY MORE, AUNT MAY... IT'S **TIME** I WAS GETTING OUT ON MY OWN! I'LL SHARE AN APARTMENT WITH **HARRY OSBORN**, ONE OF MY CLASSMATES!

AND THAT MEANS YOU CAN **SELL** THE HOUSE... AND HAVE ENOUGH MONEY TO LIVE COMFORTABLY FOR THE NEXT FEW YEARS!

I'M SO HAPPY... THAT YOU'RE TAKING IT LIKE THIS...



THUS, A SHORT TIME LATER...

MAY, DEAR! HOW **WONDERFUL** YOU LOOK! COME IN AND TELL ME ALL ABOUT YOUR TRIP!

HELLO, MRS. **WATSON**! HI, **MARY JANE**! AUNT MAY HAS SOMETHING TO TELL YOU!

OH, **ANNA** DEAR... I'VE THE MOST **THRILLING** NEWS...!

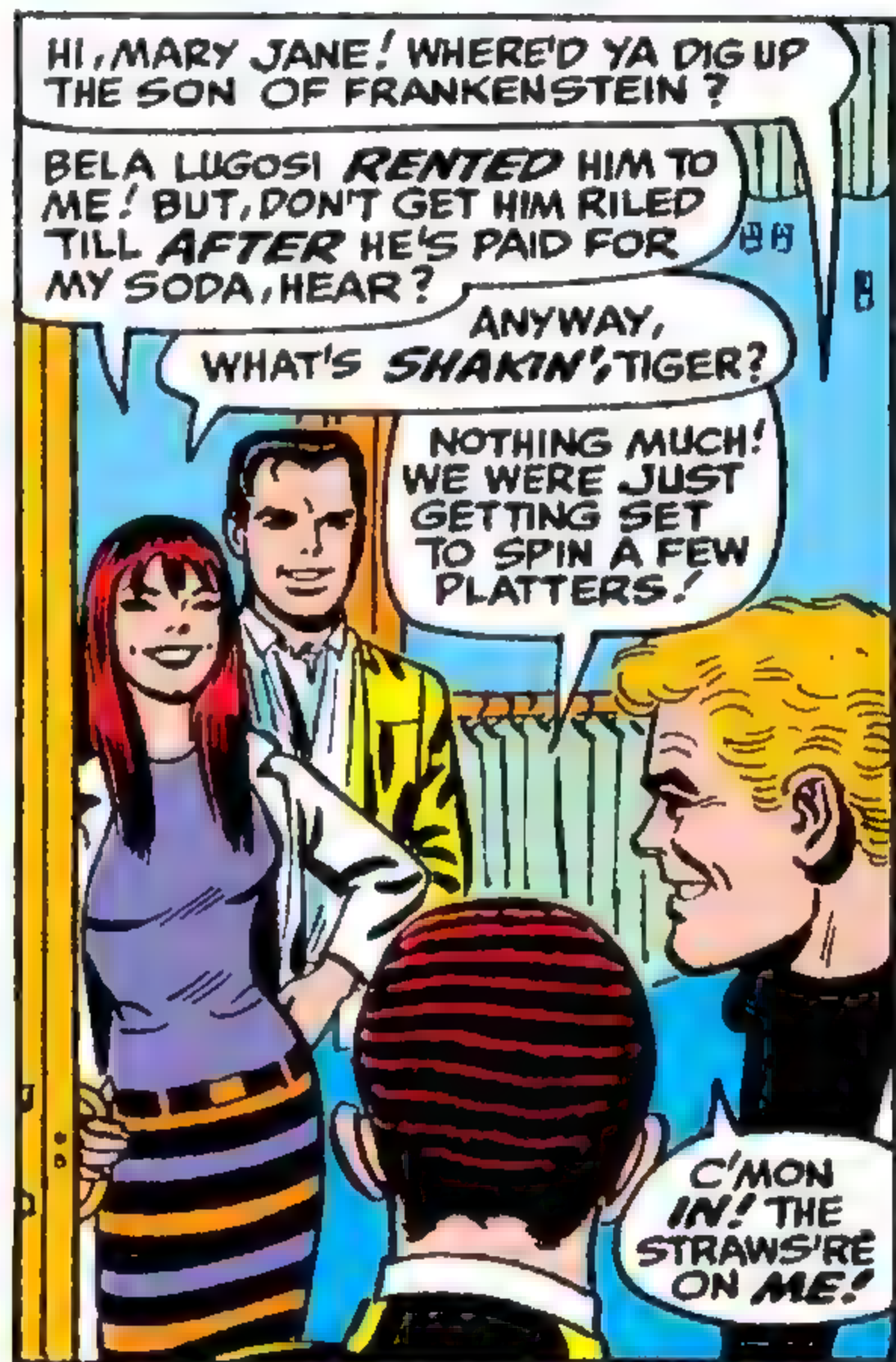
...IT'S ALL RIGHT WITH **PETER** IF I MOVE IN WITH YOU!



I TOLD YOU IT WOULD BE! YOU'VE ALWAYS WORRIED ABOUT THAT BOY MUCH TOO MUCH!

AS FOR YOU, YOUNG LADY, WHAT SAY WE SKIP OVER TO THE **SILVER SPOON** TO CELEBRATE?

CELEBRATIONS ARE MY FAVORITE PEOPLE, DAD! LET'S CUT OUT!



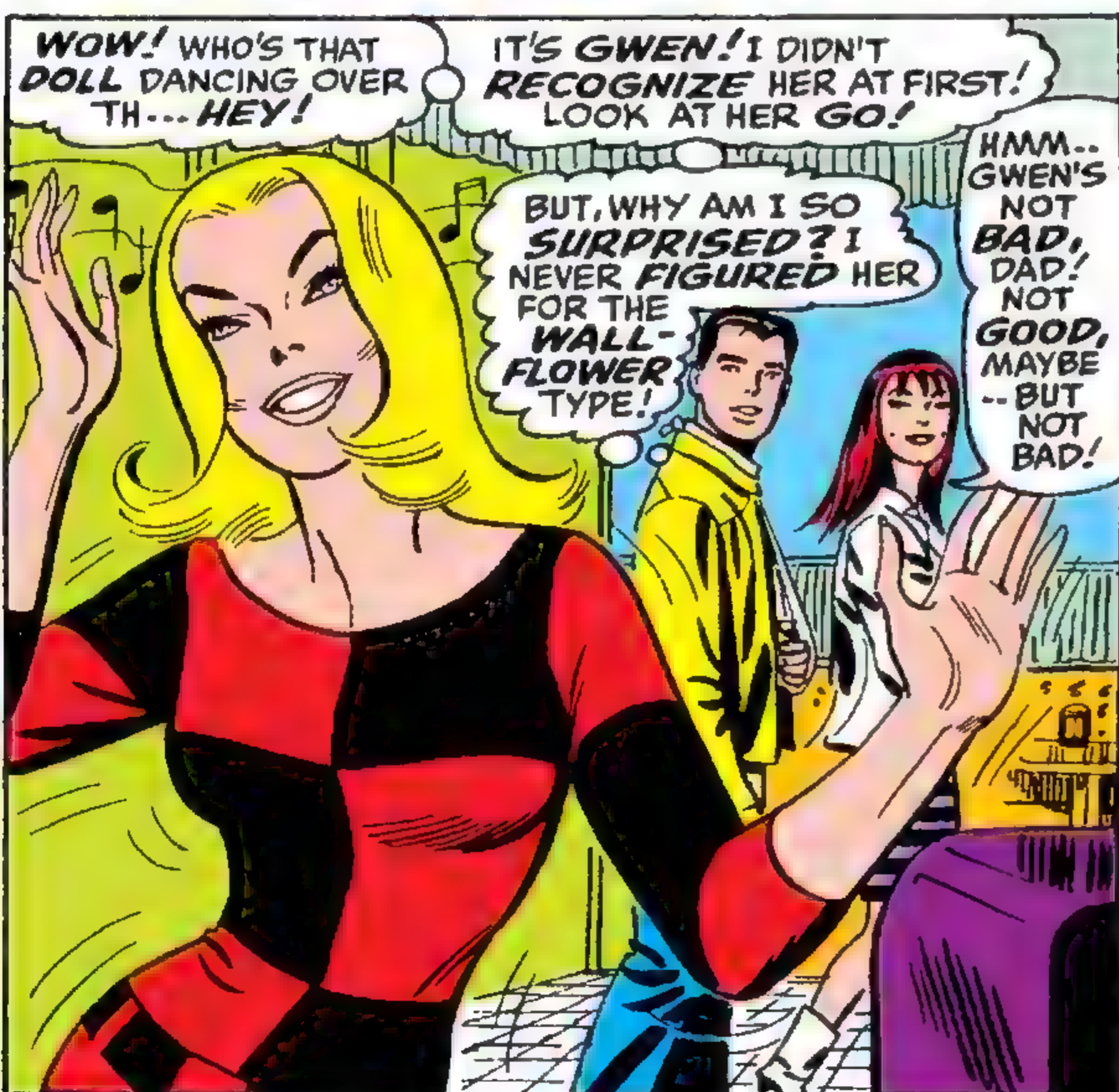
HI, **MARY JANE**! WHERE'D YA DIG UP THE SON OF FRANKENSTEIN?

BELA LUGOSI RENTED HIM TO ME! BUT, DON'T GET HIM RILED TILL AFTER HE'S PAID FOR MY SODA, HEAR?

ANYWAY, WHAT'S **SHAKIN'**, TIGER?

NOTHING MUCH! WE WERE JUST GETTING SET TO SPIN A FEW PLATTERS!

C'MON IN! THE STRAWS'RE ON ME!



WOW! WHO'S THAT **DOLL** DANCING OVER TH... HEY!

IT'S **GWEN**! I DIDN'T RECOGNIZE HER AT FIRST! LOOK AT HER GO!

BUT, WHY AM I SO **SURPRISED**? I NEVER FIGURED HER FOR THE **WALL-FLOWER** TYPE!

HMM... GWEN'S NOT **BAD**, DAD! NOT **GOOD**, MAYBE -- BUT NOT **BAD**!



BEFORE I FORGET, I WANTED TO TELL YOU TWO...

FLASH'S FAREWELL PARTY IS JUST ABOUT ALL SET! WE'LL HOLD IT RIGHT HERE, AT THE **SILVER SPOON**, WHEN HE GETS HIS INDUCTION DATE!

WE WANT IT TO BE A REAL **BLAST**! HE'S THE FIRST ONE OF THE CROWD TO BE **DRAFTED**!

YEP! WE'VE GOTTA DO IT UP RIGHT FOR OL' **FLASH**!

MMM... THERE'S SOMETHING ABOUT A MALE IN **UNIFORM**! IT'S **WOW** CITY!

I WONDER HOW A **SPIDEY** COSTUME WOULD GRAB HER?

HEY, GANG... DIDJA SEE THE BUGLE'S EXTRA?

SOME NUT NAMED THE SHOCKER MADE A MONKEY OUTTA SPIDER-MAN!

YEAH? THAT'LL BE THE DAY!

BUT, THERE'S PICTURES, 'N EVERYTHING!

PROBABLY FAKES! OR ELSE SPIDEY WASN'T EVEN TRYIN'!

FAR AS I'M CONCERNED, NOBODY CAN BEAT THE OL' WEB-SLINGER!

DAILY BUGLE
SHOCKER SMASHES SPIDER-MAN!

POOR FEARLESS FLASH! HE'S PROBABLY SPIDER-MAN'S BIGGEST BOOSTER! BUT, IF HE EVER FOUND OUT WHO SPIDEY REALLY IS... FORGET IT!

READY TO DIVE INTO A TWO-SCOOPER WITH ME NOW, M.J.?

NOT WHILE THE JUKE IS JUMPIN', DAD! SINCE YOU CAN'T SHAKE UP A STORM WITH YOUR WING IN A SLING, I'LL TAKE A RAIN CHECK TILL THE COINS RUN OUT!

IT'S JUST AS WELL! I WANNA LOOK FOR THE SHOCKER, ANYWAY!

I'LL BE TAKING OFF, SOON!

HAVE A HAPPY!

SAY, HARRY... REMEMBER THAT OFFER YOU MADE ME THIS MORNING?

WELL, I HOPE YOU DON'T SNORE, SON!

HEY! YOU MEAN IT WAS OKAY WITH YOUR AUNT? MAN... THAT'S THE LIVIN' END!

WELL, WHAT ARE YOU STANDIN' AROUND FOR? GO HOME AND PACK, JACK

HOW ABOUT DANCING WITH A LADY, MR. OSBORN?

THIS IS MY CHANCE TO TAKE OFF AFTER THE SHOCKER!

KEEP A CANDLE IN THE WINDOW FOR ME, ROOMMATE!

AND THAT'S THAT! BOY, GWEN NEVER LOOKED MORE GORGEOUS... BUT SHE SURE DIDN'T KNOCK HERSELF OUT FALLIN' ALL OVER ME!

WHAT'S WRONG WITH ME, ANYWAY? WITH A BOMBSHELL LIKE M.J. IN THE PICTURE, I'M STILL NOT SATISFIED!

IT'S JUST THAT THERE'S SOMETHING ABOUT GWEN THAT SINKS ME... OR IS IT BECAUSE SHE'S MORE "HARD TO GET"?

NUTS! NEXT THING I'LL BE WRITING TO DEAR ABBY!

I'D BETTER SWITCH TO SPIDEY, AND DO SOME WEB-SWINGING!

HMMM! PARKER LOOKS LIKE HE'S OUT FOR MORE THAN JUST AN EVENING STROLL!

I'VE A HUNCH PATCH IS ABOUT TO LEARN HIS CONNECTION WITH SPIDER-MAN AT LAST!

AND THEN, EXACTLY SIXTY SILENT SECONDS LATER...

UH OH! MY SPIDER-SENSE IS TINGLING LIKE MAD! SOMEONE'S WATCHING... NEARBY!

THERE'S SPIDEY... IN THAT ALLEY!

BUT... WHAT BECAME OF PETER PARKER?

IT'S PATCH... THE STOOL-PIGEON!

IF HE SAW ME WALTZ IN HERE AS PETE PARKER... AND SEES ME NOW AS SPIDEY... HE WON'T HAVETA BE AN EINSTEIN TO DIG MY SECRET!

I'VE GOTTA THINK OF SOMETHING... BUT FAST!

FOSWELL... YOU'RE A FAT-HEADED, FEEBLE-MINDED FOOL!

HERE I'VE BEEN WONDERING WHERE PARKER WENT TO... AND THE ANSWER'S BEEN STARING ME IN THE FACE ALL THE TIME!

I SHOULD HAVE GUESSED IT... HE DIDN'T GO ANYWHERE...

PARKER IS SPIDER-MAN!

AND I'M THE ONLY ONE WHO KNOWS IT!

BUT THEN, THE STARTLED PATCH SUDDENLY HEARS...

HI, SPIDEY! NO WONDER I COULDN'T FIND YOU... HIDING UP IN THE SHADOWS LIKE THAT!

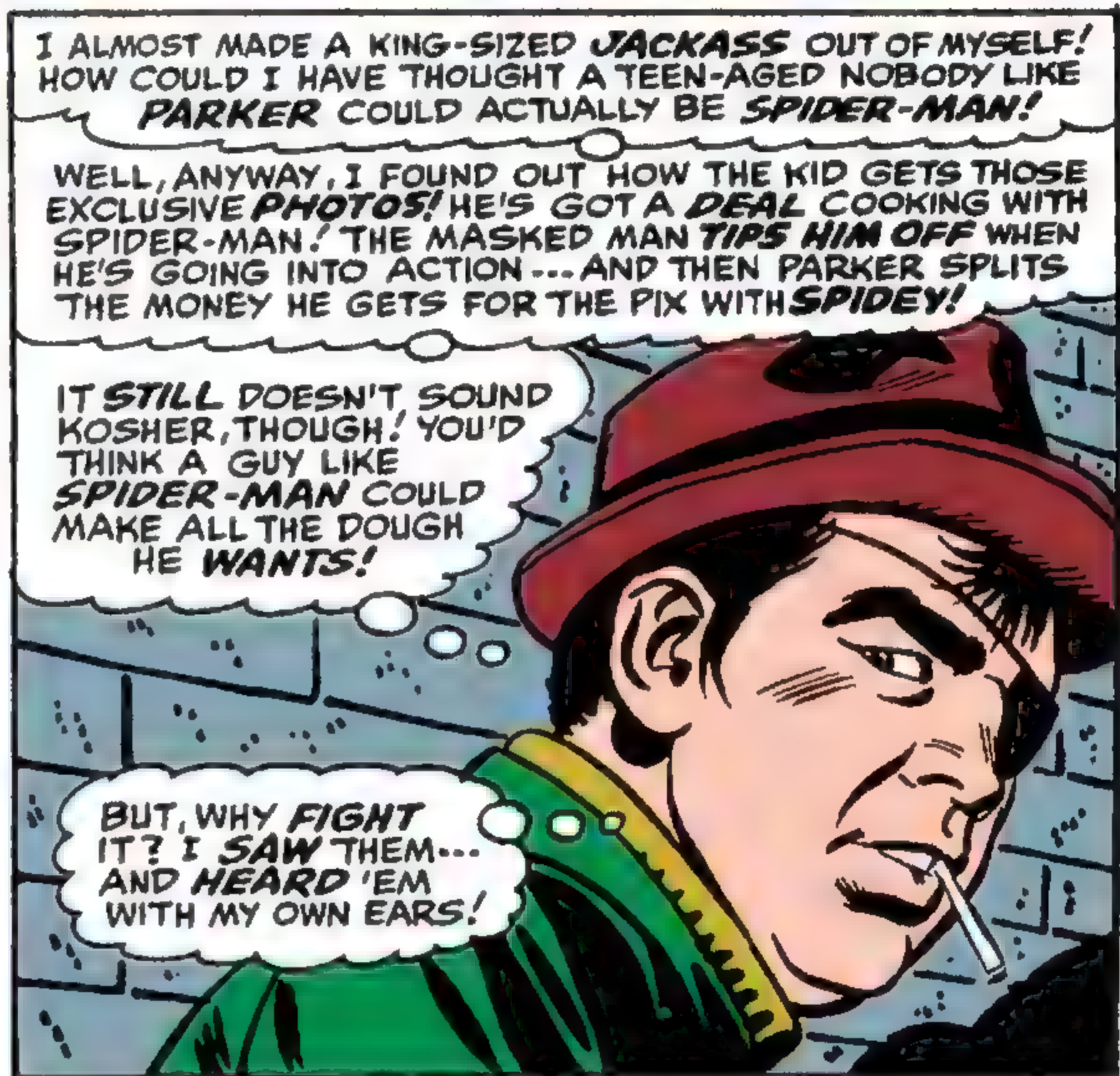
PARKER, I TOLD YOU TO MEET ME HERE BECAUSE I'M GOING AFTER THE SHOCKER TONIGHT!

GET YOUR CAMERA LOADED... AND WAIT FOR MY CALL! GOT IT?

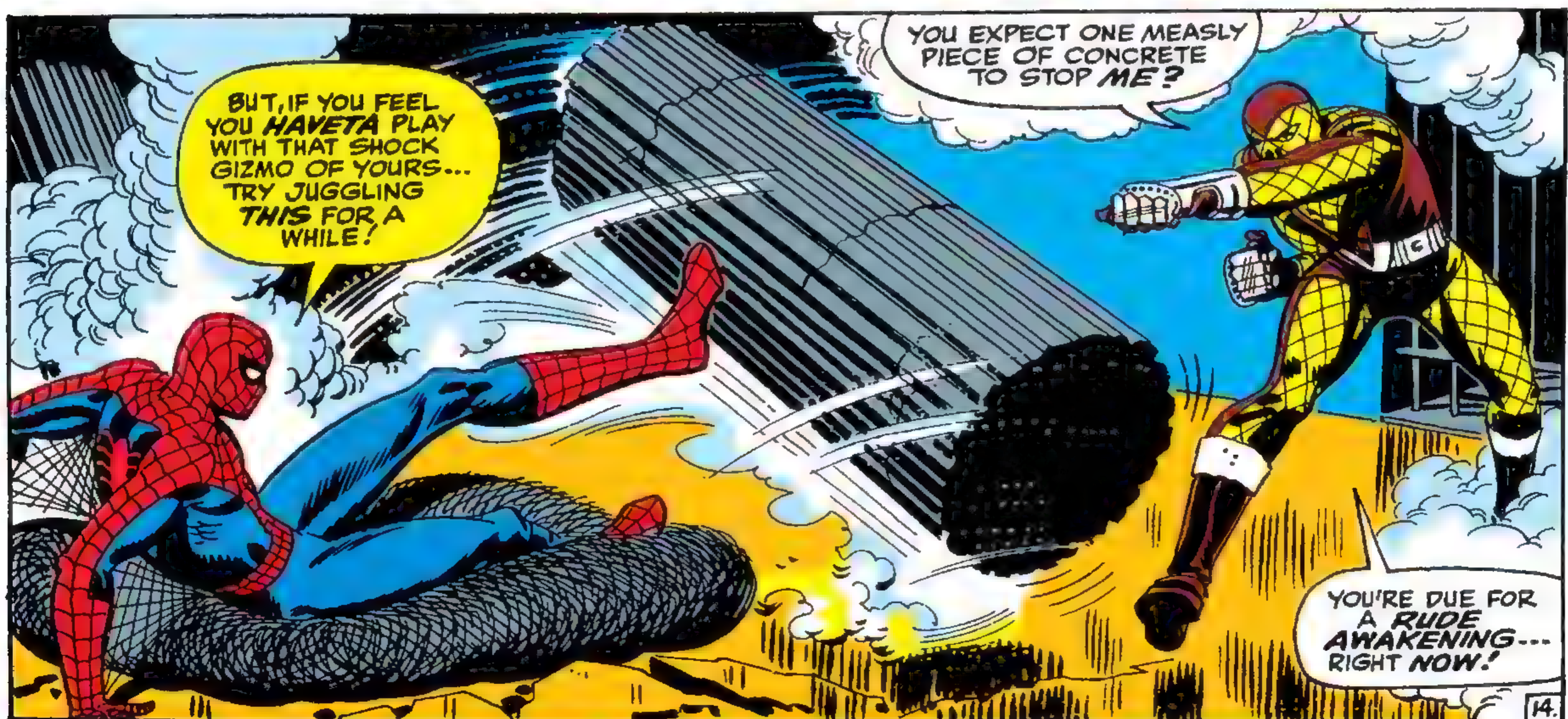
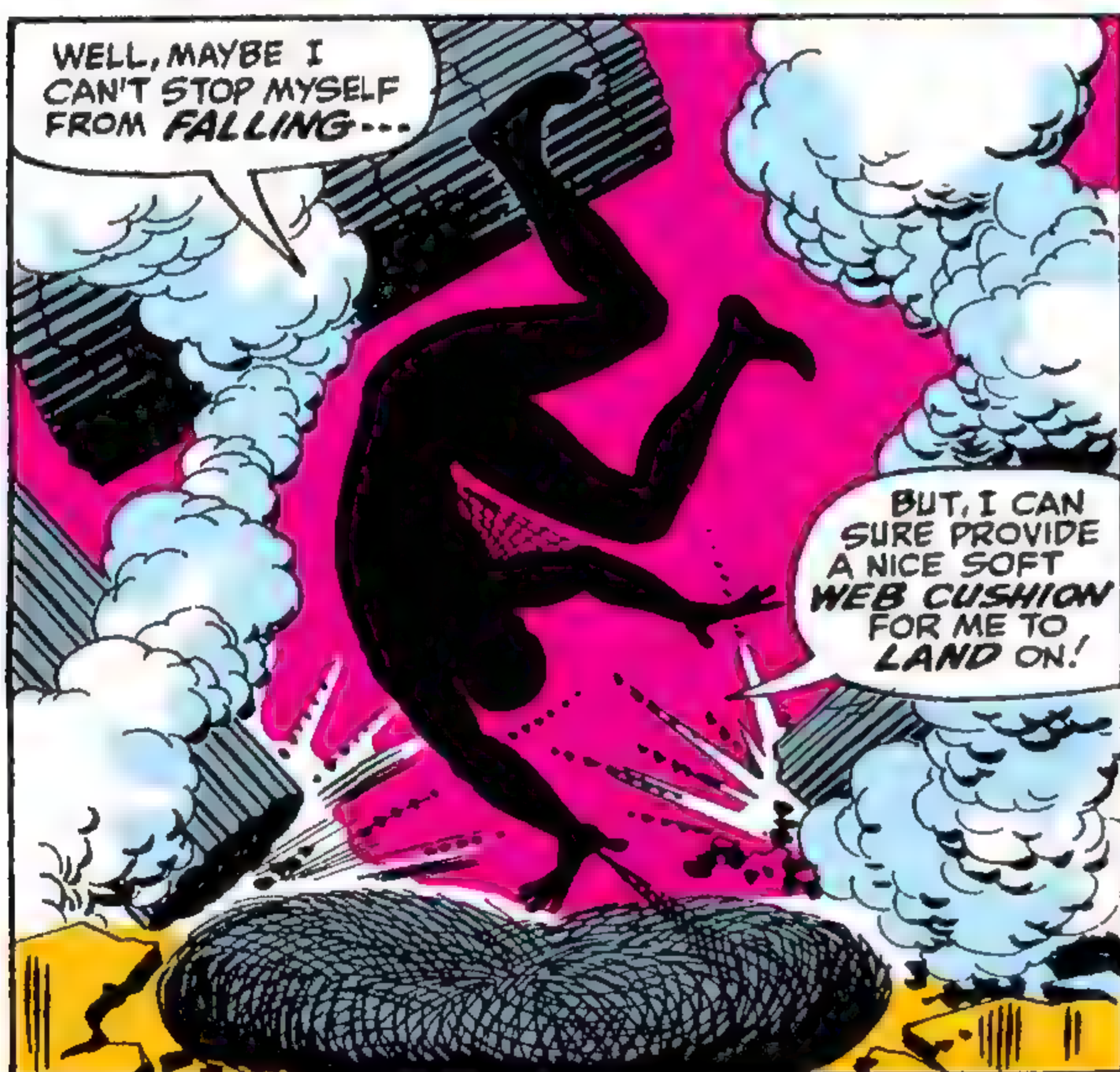
YOU CAN COUNT ON ME, SPIDEY!

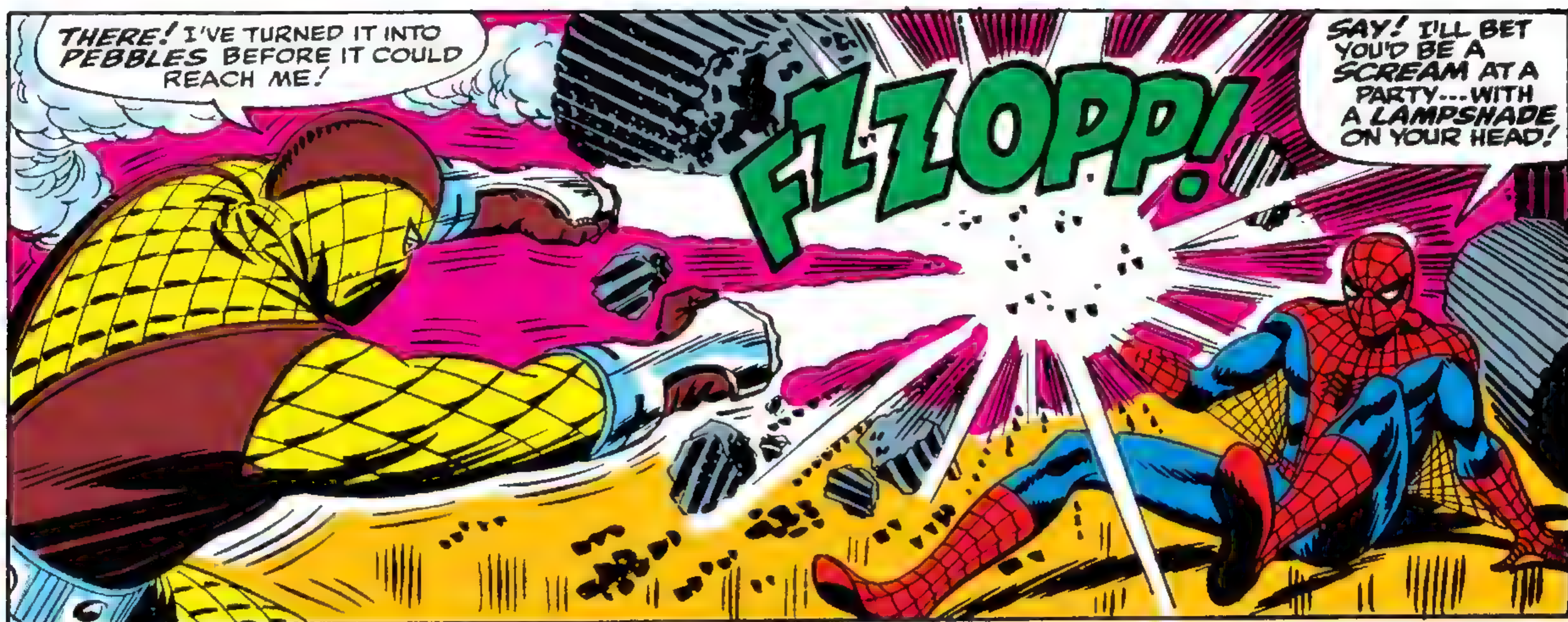
TWO VOICES! ONE... PARKER... AND THE OTHER... THE OTHER SPIDER-MAN!

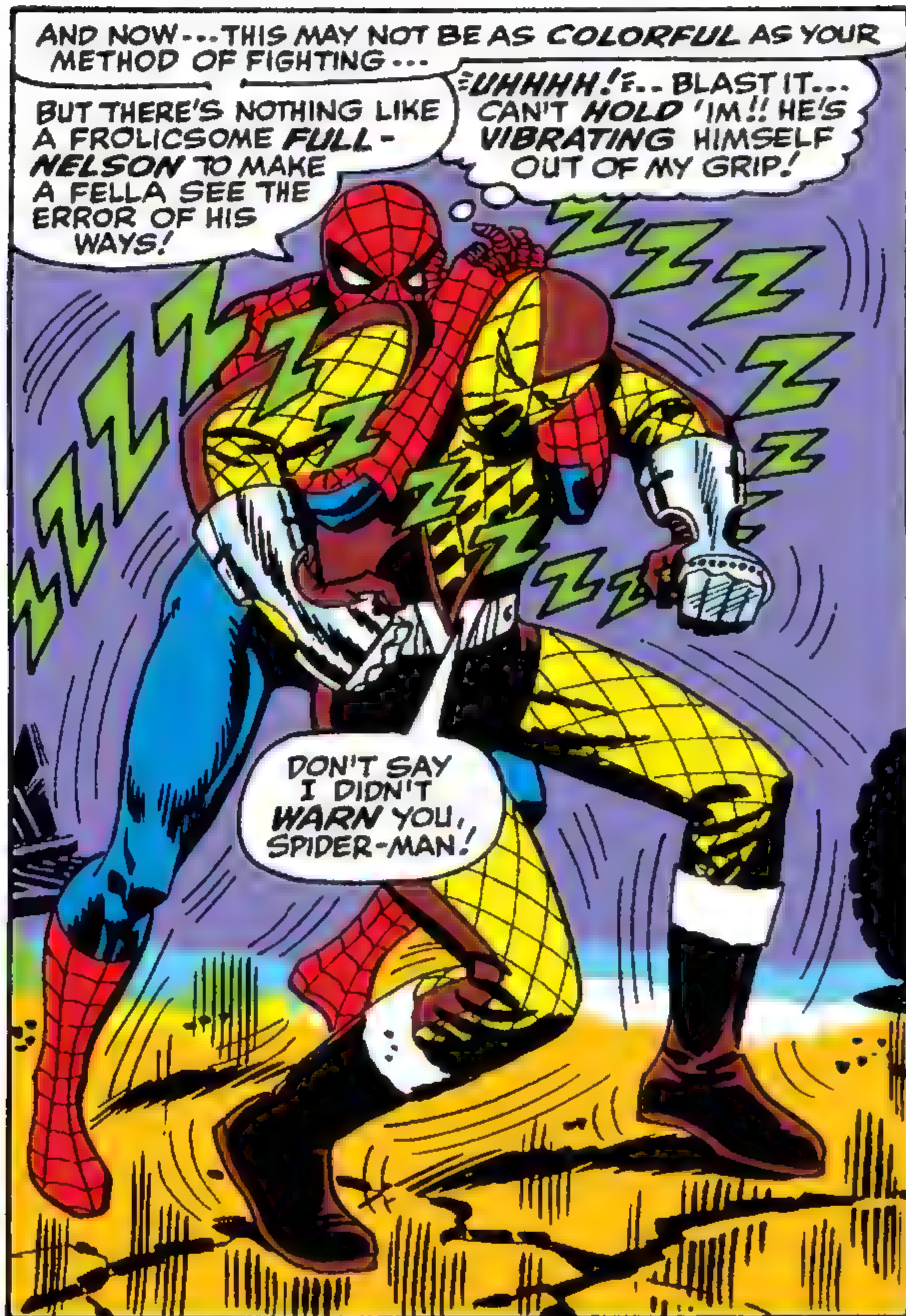
THEN... I WAS WRONG!

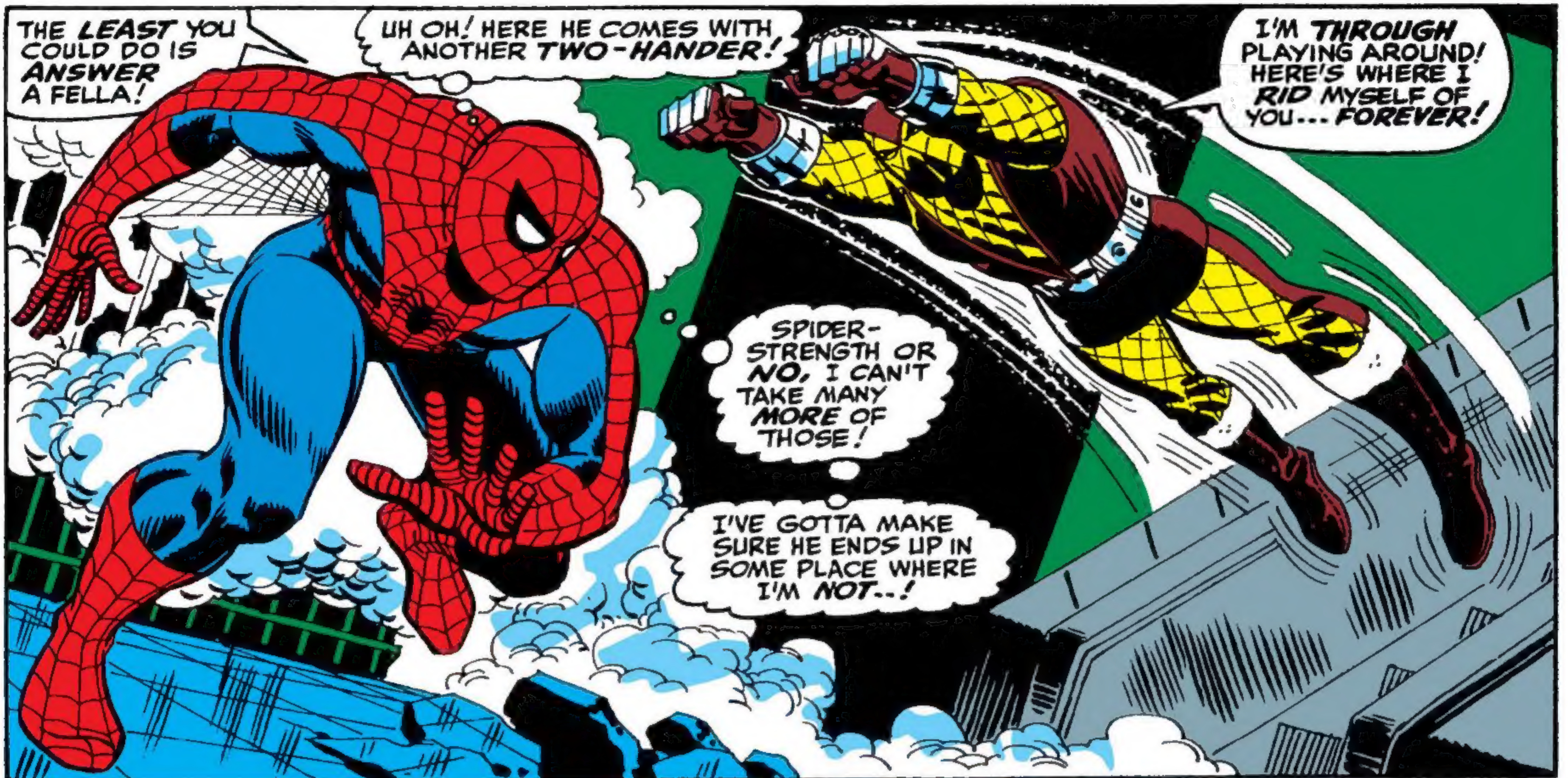


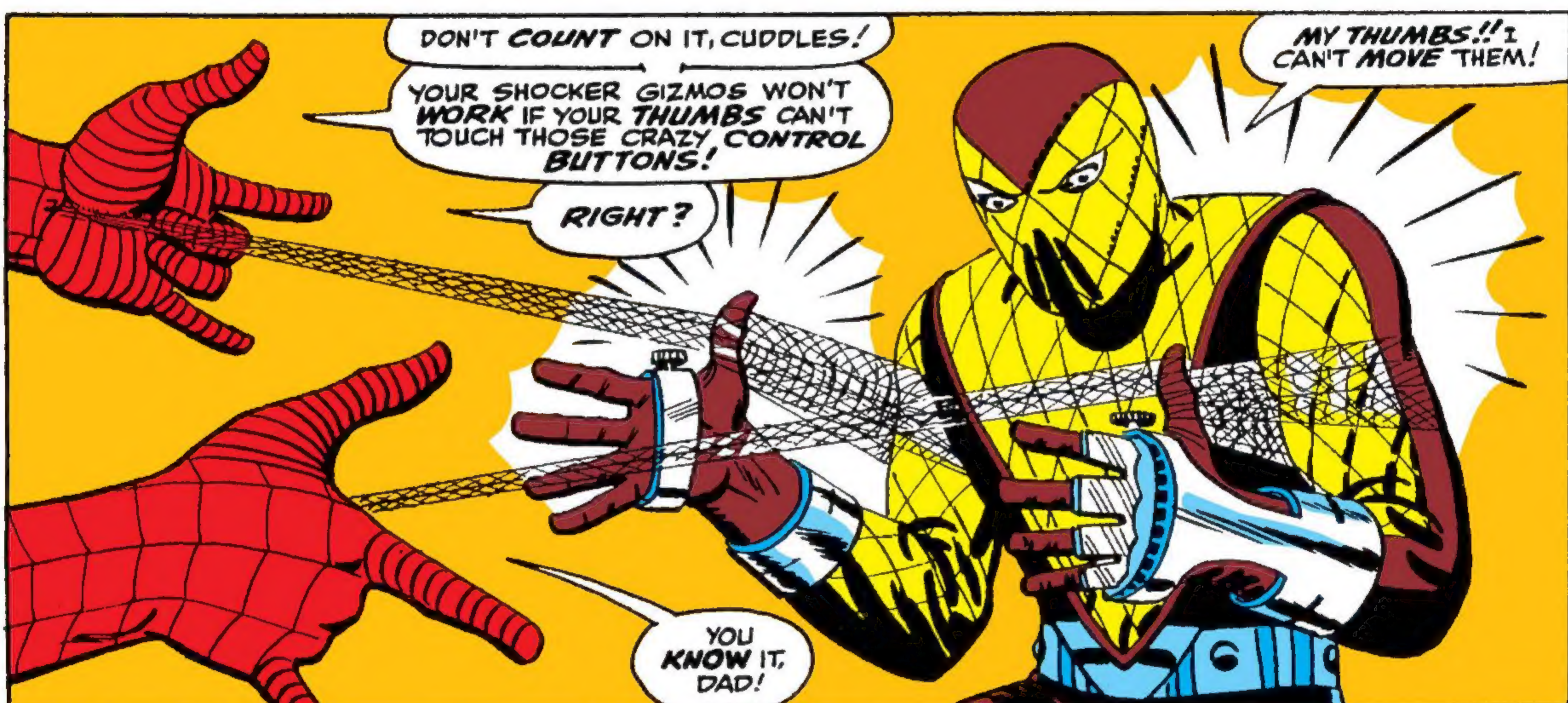


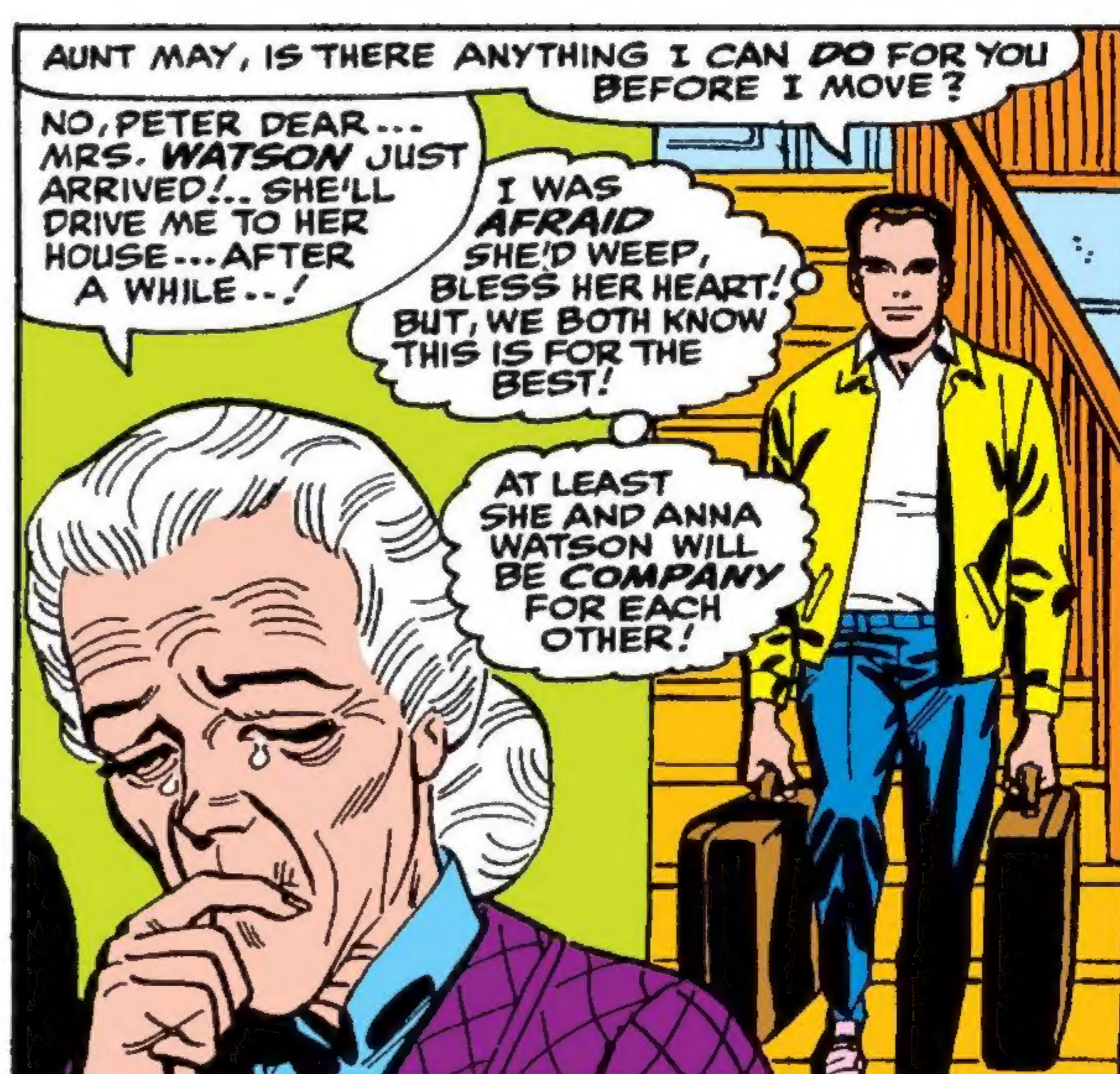
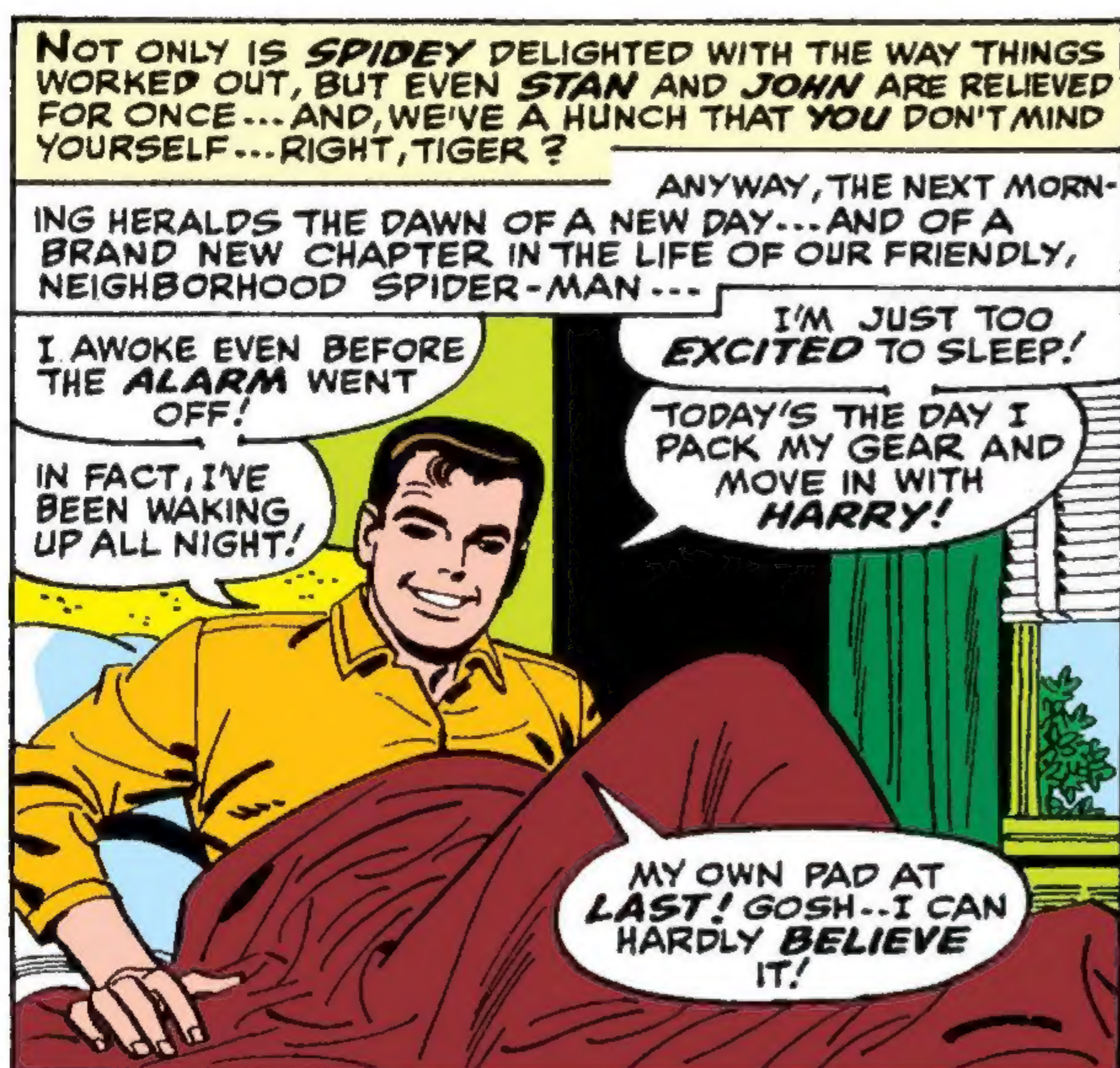


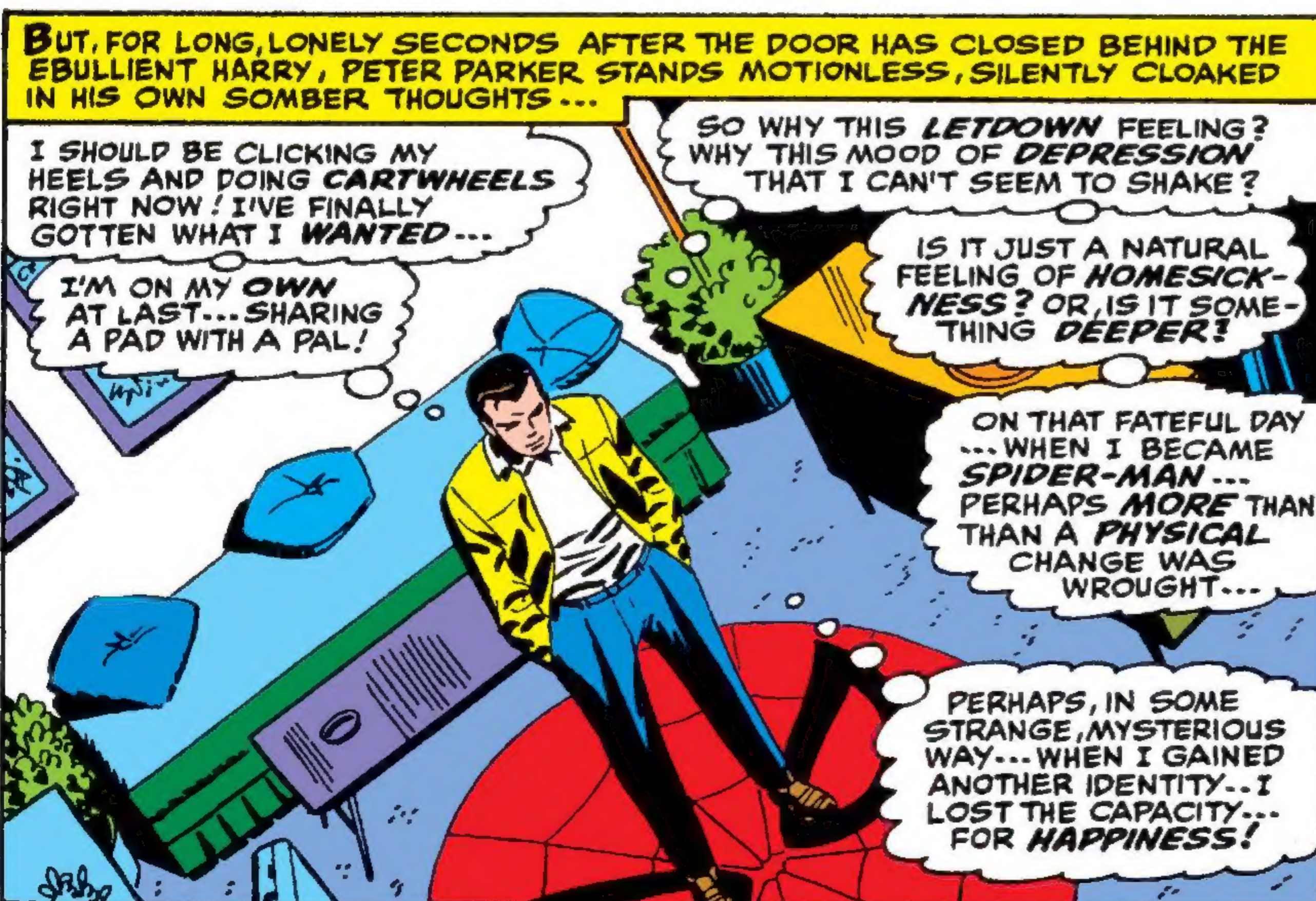
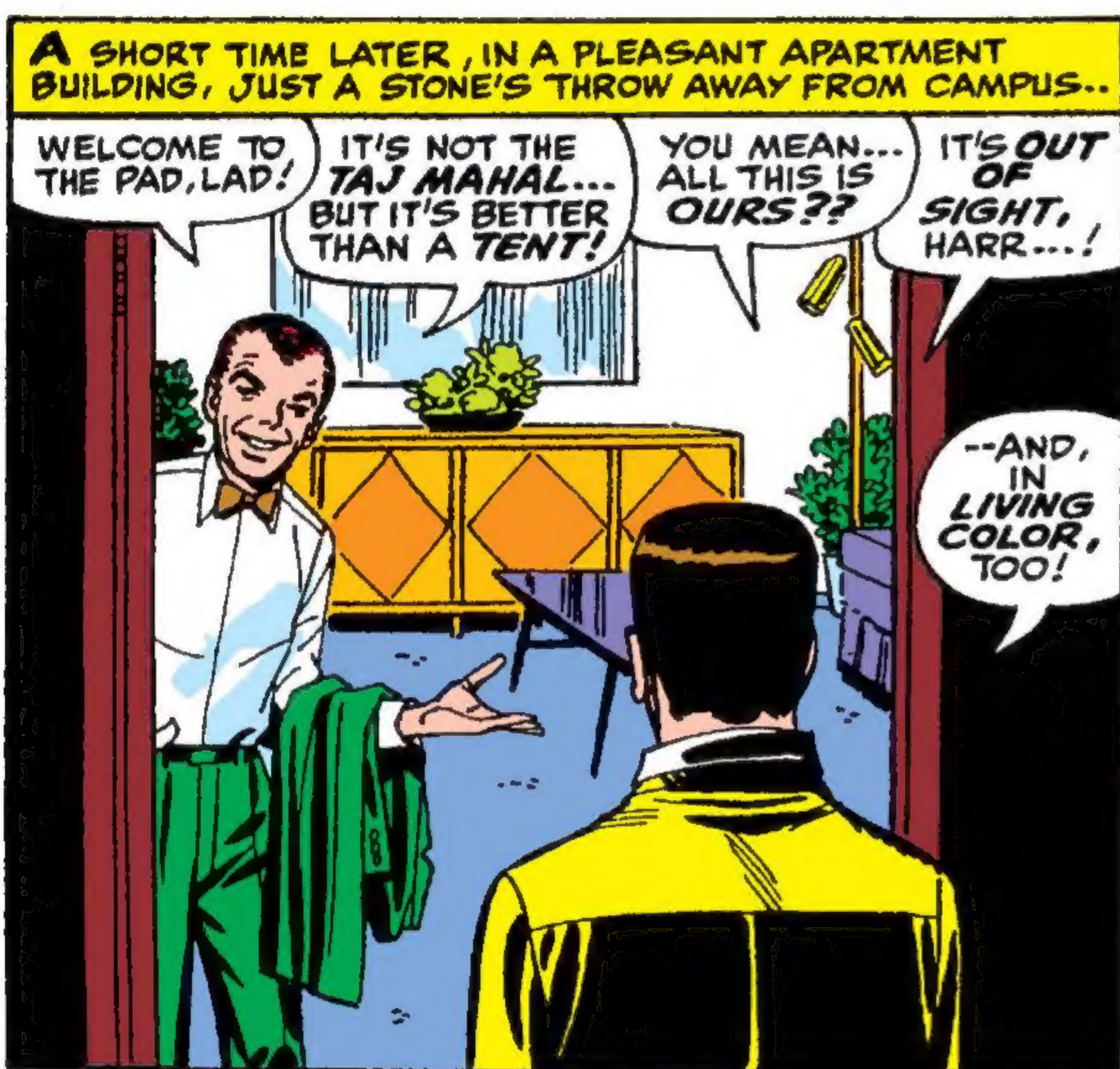
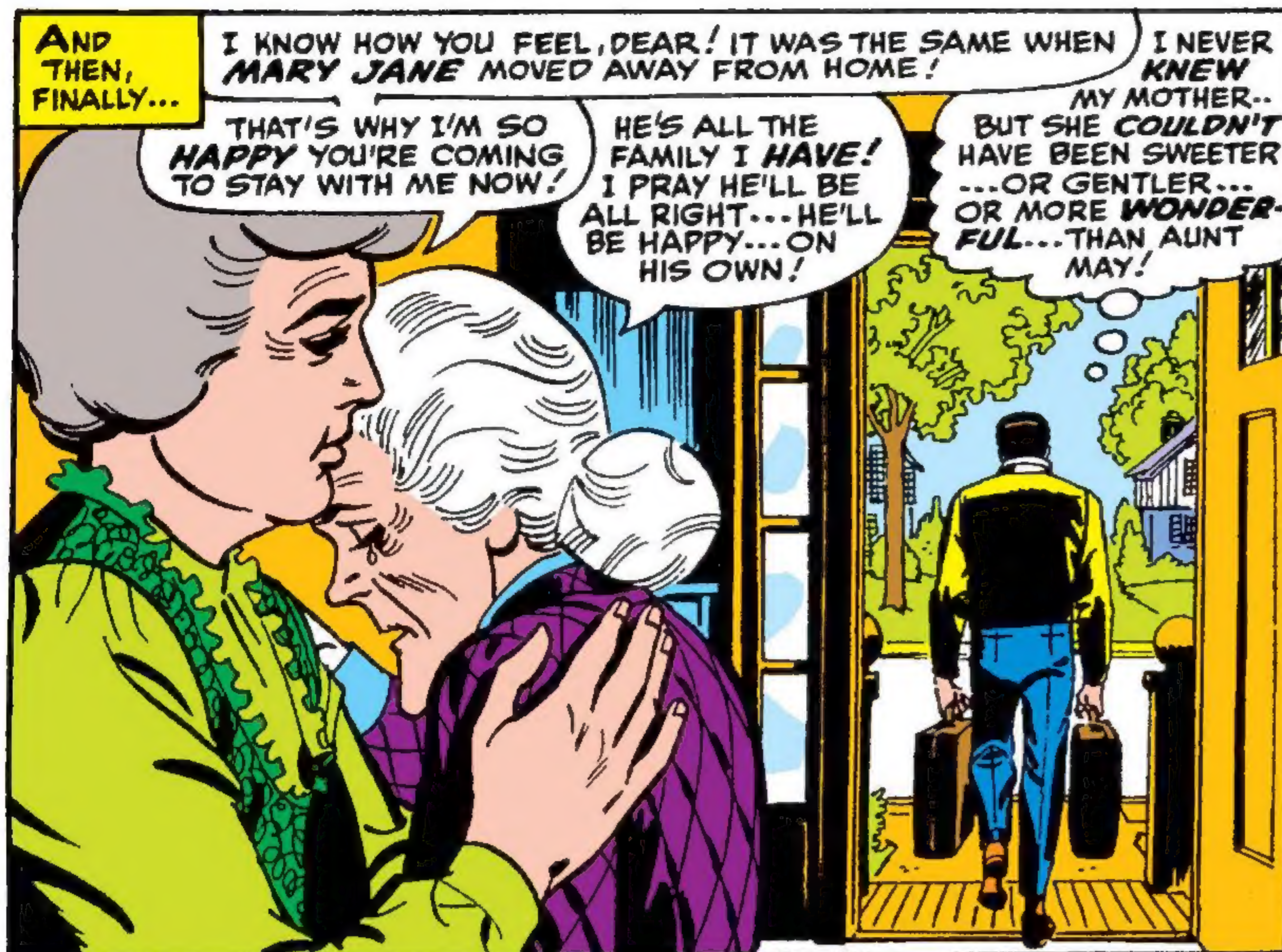












next:
MORE POWERFUL!
MORE DANGEROUS!
MORE DEADLY
THAN EVER!
THE
RETURN
OF
KRAVEN
THE
HUNTER!